

NEW YORK TITLE

Abstract Services, Inc.
Insuring The FutureSM

Title No. _____

AFFIDAVIT OF TITLE (Corporation)

STATE OF NEW YORK)
) ss.:
COUNTY OF _____)

_____, being duly sworn depose(s) and say(s):

Officer: I am the _____ of _____, a corporation duly authorized to do business in New York (the "Corporation"). The President of the Corporation is _____ who resides at _____. The Secretary is _____ and resides at _____. I am fully familiar with the business of the Corporation and with its By-Laws.

Representations. The following statements are true to the best of my knowledge, information and belief.

Corporate Authority. The Corporation is the owner/purchaser/mortgagor of property located at _____, in the Town of _____ and known as and by tax map # _____ (the "Property"), and is authorized to sell/purchase/ mortgage said Property. This action, and the making of this affidavit, have been duly authorized by a proper resolution of the Board of Directors of the Corporation. The Corporation has paid all state franchise taxes presently due. Its charter, franchise and corporate powers have never been suspended or revoked. It is not restrained from doing business nor has any legal action been taken for that purpose. It has never changed its name or used any othername.

Approval by Shareholders. (check one)

Shareholder approval is not required

This is a sale of all or substantially all of the assets of the Corporation. The sale is not made in the regular course of the business of the Corporation. A copy of the authorization and approval of the shareholders is attached.

Ownership and Possession (strike if not applicable). The Corporation has owned and been in exclusive possession of the Property since _____. Since that date no one has questioned its right to possession or ownership. Except for its agreement with the buyers including any rights

to leases therein, the Corporation has not signed any contracts to sell, nor leases to lease, the Property. It has never owned any property which is next to the Property.

Improvements (strike if not applicable). No additions, alterations or improvements are now in progress or have been made to the Property since_____. All charges for municipal improvements such as sidewalks, curbs, sewers or similar improvements benefiting the Property have been paid in full. No building, addition, extension or alteration on the Property has been made or worked on without necessary permits, nor within the past four months. The Corporation is not aware that anyone has filed or intends to file a mechanic’s lien relating to the Property. No one has notified the Corporation that money is due and owing for construction or repair work on the Property.

Liens or Encumbrances. The Corporation has not allowed any interests (legal rights) to be created which affect its ownership or use of the Property (strike if not applicable). No other persons have legal rights in the Property, except the rights of utility companies to use the Property along the road or for the purpose of serving the Property (strike if not applicable). The Corporation does not have any pending lawsuits or judgments against it or other legal obligations which may be enforced against the Property. It does not owe any municipal, alcoholic beverage, corporate franchise, social security, unemployment or disability tax payments. No bankruptcy or insolvency proceedings have been started by or against it, nor has it ever been declared bankrupt. No one has any security interest in any personal property or fixtures on the Property. All liens (legal claims, such as judgments) listed on the attached judgment or lien search are not against the Corporation, but against others with the same or similar names.

Reliance. I make this affidavit in order to induce New York Title Abstract Services, Inc. and its underwriter to issue a policy of title insurance, knowing they will rely on the truth and accuracy of the statements made herein.

Sworn to before me this _____
_____ day of _____, 20____

Notary Public